

EXHIBIT B

UNITED STATES DISTRICT COURT

DISTRICT OF MASSACHUSETTS

No. 03-CV-12389-GAO

THOMAS D. GILLIS,

Plaintiff

vs.

SPX CORPORATION INDIVIDUAL

RETIREMENT PLAN and

SPX RETIREMENT

ADMINISTRATIVE COMMITTEE,

Defendants

VOLUME: I

PAGES: 1-87

DEPOSITION OF THOMAS D. GILLIS

DECEMBER 6, 2005

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ORIGINAL

1 DEPOSITION OF THOMAS D. GILLIS, a witness
2 called on behalf of the Defendants,
3 pursuant to Federal Rules of Civil
4 Procedure, before Judith McGovern
5 Williams, Certified Shorthand Reporter
6 No. 130993, Registered Professional
7 Reporter, Certified Realtime Reporter,
8 Certified LiveNote Reporter, and Notary
9 Public in and for the Commonwealth of
10 Massachusetts, at the offices of Burns &
11 Levinson L.L.P., 125 Summer Street,
12 Boston, Massachusetts 02110-1624 on
13 Tuesday, December 6, 2005, commencing at
14 10:00 a.m.

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1 APPEARANCES:

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3 BURNS & LEVINSON L.L.P.

4 Lawrence P. Murray, Esquire

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9 On behalf of the Plaintiff

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17 On behalf of the Defendants

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1 was the Lindberg facility in Watertown,
2 Wisconsin. That is where Blue M was at
3 that point.

4 Q. Okay. When is the first time you can
5 recall the subject of employee benefits
6 being addressed with you in connection
7 with SPX?

8 A. Oh, when they sent out information, it
9 said that, to us, that SPX would continue,
10 that we would merge into SPX. There was
11 handouts or literature mailed actually to
12 us.

13 Q. Okay. Do you recall what that literature
14 was?

15 A. It was descriptions of what was going to
16 happen.

17 Q. Were these about the merger generally or
18 specific to benefits?

19 A. Specific to benefits.

20 Q. Do you recall how many of those
21 communications you received?

22 A. There could have been two or three. One
23 in particular that I remember was the
24 large copy of a PowerPoint presentation

1 that was at the meeting in headquarters
2 that I wasn't available to go.

3 Q. Okay. And that is the one that I think we
4 talk about in the case called Building for
5 Tomorrow?

6 A. Right.

7 Q. I have that here. We can get into that.
8 How was it that you obtained that
9 PowerPoint?

10 A. It was mailed to me.

11 Q. Was there any kind of cover letter that
12 you recall?

13 A. No. It was just here was what was
14 presented at the meeting, the all-hands
15 meeting at the factory.

16 Q. Okay. Other than receiving the PowerPoint
17 from that meeting, did you receive any
18 accounts of that meeting, any other kinds
19 of accounts from people or anything like
20 that?

21 A. No.

22 Q. Did you talk to anyone who had attended
23 the meeting?

24 A. I did.

1 Q. And what do you recall them telling you
2 about the meeting?

3 A. Nothing enlightening.

4 Q. Okay. All right. So we will look at the
5 PowerPoint in a minute, but other than the
6 PowerPoint, do you recall anything else
7 specifically that you might have received?

8 A. No, I don't.

9 Q. We will go over some other documents just
10 to see when you might have gotten them or
11 how, if you did.

12 At some point, do you recall
13 receiving a summary plan description for
14 the SPX benefits plan?

15 A. Yes.

16 Q. Do you recall how you received that?

17 A. Mail.

18 Q. Do you recall the time period in which you
19 would have received it?

20 A. Most of all of that communication came in
21 in 1998, late. I think there was a four-
22 to six-month period where all of those
23 things were being finalized officially.

24 Q. When you say "all of those things," what

1 own or with the assistance of counsel or
2 anyone else?

3 A. I had -- I had somebody assisting me.

4 Q. Who was assisting you?

5 A. A gentleman by the name of George
6 Chimbenko.

7 Q. Could you spell that last name?

8 A. I knew you were going to ask me that. I
9 think it is C-H-I-M-B-E-N-K-O.

10 Q. Who is Mr. Chimbenko?

11 A. He is an attorney.

12 Q. Was he an attorney you hired to represent
13 you or someone who was just helping you
14 out or what?

15 A. He was consulting me -- with me at that
16 time. I did not hire him.

17 Q. Is he a personal friend?

18 A. No.

19 Q. Okay. What were the circumstances -- and
20 I want to caution you. You don't need to
21 tell me anything that you discussed with
22 Mr. Chimbenko.

23 A. Okay.

24 Q. I just want to understand the

1 circumstances of you going to him, what
2 caused you to go to him. And I take it
3 you didn't ultimately retain him as your
4 lawyer?

5 A. I did not retain him, no.

6 Q. What assistance did he provide you in
7 connection with the issue of your benefits
8 with SPX or this communication?

9 A. He helped write the letter.

10 Q. Okay. How did you locate him as someone
11 who could help you do that?

12 A. Through a lawyer that I had used for other
13 purposes.

14 Q. And who is that?

15 A. It was Reese & Carlson -- Gilmore, Reese &
16 Carlson in Franklin, Massachusetts.

17 Q. Was there any particular reason you didn't
18 hire Mr. Chimbenko at that time?

19 A. Yes, there was.

20 Q. What is that?

21 A. He had a conflict of interest.

22 Q. Oh, all right. Did he explain to you the
23 nature of what that was?

24 A. No.

1 Q. After October 22, 2001, did you retain
2 counsel to assist you in your benefits
3 issues?

4 A. Yes, I did.

5 Q. When did you do that?

6 A. Sometime in 2002.

7 Q. And to whom did you -- who did you retain?

8 A. Burns & Levinson.

9 Q. Was that a firm you had been referred to
10 by anyone?

11 A. Yes.

12 Q. Who referred you there?

13 A. Lawyers at Reese, Gilmore & Carlson.

14 Q. Do you recall when in 2002 you retained
15 Burns & Levinson?

16 A. I can't be specific other than it was
17 later than June probably. Maybe -- I
18 would just be guessing. I really can't
19 pin it down.

20 Q. Okay. You say later in June, I take it
21 because it was after your termination of
22 employment?

23 A. Yes.

24 Q. So it would be fair to say it was sometime